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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

DEUTSCHE BANK TRUST COMPANY AMERICAS, as Trustee Plaintiff,	No. 09-cv-5242 (WHP)
- against -	Hon. William H. Pauley, III
ELLIOTT INTERNATIONAL, L.P., *et al.*, Defendants.	STIPULATION OF DISMISSAL

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CHAMBERS OF
WILLIAM H. PAULEY
U.S.D.J.

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned, that:

1. On June 4, 2009, Deutsche Bank Trust Company Americas, as Trustee under an indenture dated September 18, 2002 (the "Indenture") between and among itself, Landmark II CDO, Ltd. as Issuer, and Landmark II CDO, Inc. as Co-Issuer, filed an Interpleader Complaint in this action against various Defendants, including SEI Institutional Investments Trust High Yield Bond Fund, an investment fund within SEI Institutional Investments Trust, SEI Institutional Managed Trust High Yield Bond Fund, an investment fund within SEI Institutional Investments Trust, and SEI Structured Credit Fund, LP (collectively, "SEI").

2. The Trustee included SEI as a claimant and Defendant in the Interpleader Complaint because, upon information and belief, SEI was the beneficial owner of interests in certain Class A Notes under the Indenture.

3. After being served with the Summons and Interpleader Complaint, SEI indicated to the Trustee that SEI was selling its interest in the Class A Notes under the Indenture to a third party.

4. On July 29, 2009, Wells Fargo Bank, N.A. ("Wells Fargo") moved for permission to intervene as a claimant and Defendant in this action, indicating that it had acquired $25,000,000 in Class A Notes from SEI.

5. On August 4, 2009, the Court granted permission for Wells Fargo to intervene as a claimant and Defendant in this action.

6. SEI represents that it no longer has any legal or beneficial interest in any Note or Preferred Shares under the Indenture as has sold all such interests to Wells Fargo.

7. To the extent, if any, that it did not effectively transfer all such right, title, and interest to Wells Fargo, SEI hereby irrevocably waives any and all claims resulting from its ownership of any legal or beneficial interest in any Note or Preferred Shares under the Indenture and to any amounts now or in the future in the Interpleader Escrow, as defined in paragraph 87 of the Interpleader Complaint.

8. SEI hereby releases the Trustee and its parents, affiliates, and subsidiaries, and the officers, directors, employees predecessors, successors, agents, and assigns of any of them from any claims belonging to SEI arising out of or relating to the Indenture or this action.

9. This Stipulation may be executed in counterparts. Facsimile or electronically transmitted signatures shall be deemed binding as original signatures.

10. Upon the "so ordering" of this Stipulation, SEI shall be dismissed without prejudice from this action pursuant to Federal Rule of Civil Procedure 41.

Dated: August 24, 2009

NIXON PEABODY LLP

By: ______________________
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Deutsche Bank Trust Company Americas, as Trustee

SEI

By: ______________________
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SO ORDERED:

____
Hon. William H. Pauley, III
8/31/09